

NAPSA Board Nomination and Election Processes and Guidelines

Candidacy for Election

- Any Affiliate may nominate a person (including him or herself) for election as President or an Executive Director provided that the nomination is seconded by the Secretary and received during the Nomination Period.
- An Affiliate may not nominate more than 2 people as Executive Director or President during any particular Nomination Period.
- Nominations of candidates for election as Executive Director or President of the Company shall be made in writing, signed by the nominating Affiliate and accompanied by the written consent of the candidate (which may be endorsed on the *Official NAPSA Board Nomination Slip*); shall indicate clearly whether a candidate is nominated as an Executive Director or as President; shall be signed by the Affiliate who seconds the nomination; and shall be delivered to the Secretary via email within the Nomination Period.
- In the event that an Affiliate chooses to nominate themselves for election as President or an Executive Director, the nominator and nominee will be the same on the *Official NAPSA Board Nomination Slip*.
- Please note that if a candidate is unsuccessful in their election as President, they are encouraged to accept an automatic nomination as an Executive Director.
- Only nominations received by the Secretary during the Nomination Period will be valid.
- Candidates do not need to be present at the Annual General Meeting (AGM) to be elected.

Election of Executive Directors and President

- Once a candidate's nomination is accepted by the secretary or assigned board member, further election instructions will be forwarded on to them. These will outline what is required of them during the election process.
- Each candidate is expected to present to the voting members via youtube video in support of their nomination. The minimum video time is three minutes and maximum time allowed is five minutes. The video URL is to be sent to the person accepting the nominations by the end of the nomination period in order to be distributed along with the other candidates to all voting members. The video must address, but is not limited to, the following questions:
 - *What University do you attend? What year level are you currently in?*
 - *Why are you applying for the position?*

- *What do you hope to achieve during your term?*
- *Why are you suitable for the role of President or Executive Director of NAPSA? (i.e. why should the NAPSA Advisory council consider voting for you?)*
- *What is your previous experience with NAPSA or your local branch?*
- The committees of each voting members are expected to disseminate these videos amongst themselves and discuss before making a decision of who to vote for on behalf of their respective affiliate members.
- In the event a candidate does not have access to a camera or sufficient internet connectivity to upload the video to youtube, it is the candidate's responsibility to let the Secretary know. In this instance, the candidate may be issued an alternative arrangement whereby they will have to write up to 300 words addressing the same questions as listed above for the video requirements.
- Any person who acts as a proxy or representative of an Organisational Member at an AGM will not be entitled to exercise their vote in favour of their own appointment as a Director unless they provide to the Company prior to or at the AGM written authority from the Management Committee of the Organisational Member confirming that the proxy or representative may vote in favour of his or her own appointment.
- At AGM candidates should not be permitted to remain in the room for the election and voting process except when they are called upon to give support for their nomination.
- Up to the discretion of the Advisory Council, questions are only permitted should every single candidate be present or immediately available via a video link such as skype. Questions to candidates should be exactly the same for each candidate and no more than three questions should be allowed.
- Discussion between voting member representatives in regards to the candidates prior to voting should be directed by the Chair as they see appropriate. It should be noted that 'what is said in the room stays in the room'.
- Directly prior to voting the Chair of the AGM will give time to those representing the members of NAPSA to communicate with their branch committees regarding their vote if any new information has come to be known.

Voting procedure

- At any meeting a resolution put to the vote of the meeting must be decided on a show of hands (or if via teleconference by a call of “yes” or “no”) unless a poll is demanded: by the Chair; or by at least two of the Organisational Members present at the meeting in person or by proxy and entitled to vote on the resolution. On a show of hands, a declaration by the chair is conclusive evidence of the result. Neither the chair nor the minutes need to state the number or proportion of the votes recorded in favour or against a resolution. A demand for a poll may be withdrawn. A demand for a poll will not prevent the continuance of a meeting or the transaction of any business at the meeting other than the question on which the poll has been demanded. A poll must be taken when and in the manner the chair directs.
- Where a tie is possible (e.g. for President, 4 candidates and 17 voting members) or there are multiple candidates for 1 position preferential voting via poll should be implemented. Details of preferential voting to follow.
- When there is a simple outcome to be decided (e.g. deciding between two candidates, positions unopposed, the exact amount of positions to candidates) a show of hands is appropriate however opportunity for no confidence or opposing votes must still be given.

Preferential Voting

Please see <http://www.ecanz.gov.au/systems/single/> for further clarification.

- As candidates are known prior to AGM pre-prepared voting slips will be used if practical. Candidates should be listed in alphabetical order based on last name. Those voting should number every box with 1 being their first pick.

The process for full preferential count is as follows:

- Count the first preferences for each candidate, if one candidate attracts more than 50% of the vote i.e. has 10/18 first preferences this person is elected. If there is no clear winner then the second preference votes of the branches who voted for the candidate with the lowest first preference votes are redistributed e.g

After counting first preference votes:

- Team Atorvastatin has 6 votes, Team Rivaroxban has 5 votes, Team Letrozole has 4 votes and Team Terbinafine has 3 votes. None are over 50% so redistribute lowest preference. Team Terbinafines votes are reallocated as based on second preference and the result is:
- Team Atorvastatin 6 votes +1 second preference from Team Terbinafines second preferences =7 votes, Team Rivaroxaban has 5 votes +2 second preference from Team



Terbinafines second preferences = 7 votes, Team Letrozole was not allocated any further votes. No team has reached >50% majority so redistribute Team Letrozoles votes based on their second preferences.

- Team Atorvastatin 7 votes plus 3 second preferences from Team Letrozole = 10 votes, this is majority so Team Atorvastatin is elected! (Team Rivaroxaban only got 1 more second preference vote = 8 votes).

Approved by NAPSA Board - 1/5/17

